



MEETING MINUTES

Central Wisconsin Community Action Council, Inc. Board Meeting Proceedings

Meeting Date: October 23, 2013

Place: CWCAC, Inc. Headquarters
1000 Highway 13
Wisconsin Dells, WI 53965

Board Members:

Present: Bill Gomoll, Sandy Wormet, Rocky Gilner, John Atkinson,
Bob McClyman, Muriel Harper, Jim Layman, John Wenum,
Dave Singer, Charlie Krupa, Renee Greenland, and John Earl

Absent: Scott Beard

Unexcused Absence: None

Staff Present: Susan Tucker, Lisa Williams, Jim Dahlke, and Kari Labansky

Guests: Kay Gomoll

Opening

1. Motion was made by Bill Gomoll to adopt the agenda with the revisions of adding "Letter E - Adoption of Minutes" under Call to Order and adding "Motion to Approve - Glenville Timberwrights" under Action Items. Seconded by Bob McClyman. Passed unanimously. MOTION CARRIED.

Motion was made by Bob McClyman to adopt the August 28, 2013 meeting minutes. Seconded by Charlie Krupa. Passed unanimously. MOTION CARRIED.

After the Pledge of Allegiance, John Earl asked all to remain standing to observe a moment of silence to honor those men and women serving in our armed forces around the world. John welcomed guests Susan Tucker, Lisa Williams, Jim Dahlke, Kari Labansky, and Kay Gomoll.

2. President's Comments

John mentioned the by-laws revision work of our Ad Hoc Committee; when completed it will be presented to the full board for approval. We will need to find a new replacement for Denise Herbst as low-income rep for Dodge County. A Resolution will be presented requesting full board approval of a buy-out option of the loan extended to Glenville Timberwrights which would provide more funding for us to loan out to other businesses. We continue work on Rolan's Senior Village in Necedah and Senior Housing on Lot 2 in the Dells. John expressed his sincere appreciation for the hard work of the board members, Executive Director, managers, and staff.

3. Executive Director's Report

Fred updated board members of Robin Skala's illness; she is still in the hospital and we are extending our prayers for her recovery. Our Receptionist, Crystal has resigned; we are conducting a candidate search. Several staff will be attending the upcoming WISCAP Quarterly Meeting in LaCrosse and Fred will be traveling to Stevens Point for a WISCAP Executive Committee Meeting. He presented to the Baraboo Optimist Club earlier in the week. We recently held the Pine Grove 12th Anniversary Celebration in Adams. Fred encouraged board members to attend the Buddy Lee Benefit Show beginning at 12:00 pm on Sunday, December 8th at Wintergreen in Lake Delton. The Holiday Train will take place beginning at 1:30 pm on Thursday, December 5th. The Turkey Raffle will be held on Saturday, November 16th at 7:00 pm at Country Keg.

Motion was made by Bill Gomoll to approve the Executive Directors Report of October 23, 2013. Seconded by Renee Greenland. Passed unanimously. MOTION CARRIED.

4. Budget & Finance Report

Kari presented the Statement of Revenues & Expenditures for period ending September 30, 2013. Total operating revenue reflected \$3,686,606.30 compared to \$2,848,174.35 in 2012. Total expenditures reflected \$3,813,046.92 compared to \$4,088,987.37 in 2012. Revenues are down by 4% and expenditures are down by 7%. Restricted and unrestricted funds reflected (\$126,440.62) compared to (\$240,813.02) in 2012. Restricted funds mainly reflect depreciation and unrestricted funds will change with fundraisers being held in December.

Jim Dahlke presented the 2014 Projected Budget. Funds available for program budgets include: \$78,706 for Employment & Training; \$2,821,635 for Housing & Energy; \$1,039,136 for Food Pantry; \$446,750 for Homeless Unit; \$1,229,196 for Corporate Budget; and \$97,749 for Community Services Block Grant (CSBG)/Admin. Budget totals reflect total revenues of \$5,713,172 and total expenditures of \$5,697,490.

Motion was made by Bill Gomoll to accept the Budget & Finance Report of October 23, 2013. Seconded by Charlie Krupa. Passed unanimously. MOTION CARRIED.

Motion was made by Sandy Wormet to accept the 2014 Projected Budget as presented on October 23, 2013. Seconded by Bill Gomoll. Passed unanimously. MOTION CARRIED.

5. Committee Reports

a. Ad Hoc Committee

Bill Gomoll asked board members to review the Ad Hoc Committee

Meeting minutes of October 11, 2013. Committee Chair Bill Gomoll called the meeting to order and motion passed by unanimous vote approving the agenda. Committee members reviewed and made suggested revisions to the current agency by-laws:

By-Law 1.05 - The Corporation's fiscal year will be the calendar year January 1st through December 31st. The annual compliance and financial audit will be conducted within 120 days ~~at the end of the end of the~~ fiscal year. ~~no later than April 30th each year.~~

By-Law 2.02, Letter A - Committee members requested further clarification from Fred on the wording "...elected public officials or their representatives."

By-Law 2.02, Letter B - Committee members will review the following sentence further at the next Ad Hoc Committee Meeting, "Election to membership on the Board of Directors shall be for a two (2) year term from the date of the annual meeting." (i.e., Bill Gomoll serves a two-year term and John Wenum serves a one-year term.)

The Ad Hoc Committee will resume on Wednesday, October 23, 2013 at 9:30 am just prior to the Board of Directors Meeting.

There was no formal motion to accept the Ad Hoc Committee Report. This is an ongoing process; all proposed revisions will be presented for full board approval upon completion.

b. **PBP Committee**

John Earl asked board members to review the PBP Committee report of September 13, 2013. Bill Gomoll called the meeting to order and roll call was taken with six members present. Motion passed by unanimous vote approving the agenda and minutes of the August 9, 2013 PBP Committee meeting. Ed presented the report on buildings maintenance and repairs; motion passed by unanimous vote approving addition of extra support to main entrance bridge in the amount of \$350. Committee members agreed to form an Ad Hoc Committee to conduct a general review of our Agency By-Laws and Mission Statement. New site drawings for Rolan's Senior Village were reviewed. Because two different banks are financing our projects, the property will be surveyed and split into two separate lots. We anticipate completion of the HOME grant application for the Dells Senior Project in fall or winter of 2013. The Wautoma Food Pantry transfer to Waushara Industries is due for completion by October 1st. A food pantry volunteer recognition lunch is being held on September 30th. Susan Tucker and her staff will be recognized with certificates of appreciation for their presentation at the August 28th board meeting regarding the homeless search and identification. Renee reported on the warming center in Baraboo. Fred reported we may be renting one of our Wisconsin Dells offices for \$300 per month to an attorney from the Chicago area. Fred is working with Tom

Holmes of Glenville Timberwrights regarding possibly refinancing to generate income for our agency to invest in our business development program. Committee members congratulated Fred on receiving the UW-Colleges and UW-Extension Chancellor's Award in Madison, on Thursday, September 12th. The next meeting will be held on Friday, October 11, 2013.

John Earl asked board members to review the PBP Committee report of October 11, 2013. Bill Gomoll called the meeting to order and roll call was taken with seven members present. Motion passed by unanimous vote approving the agenda and minutes of the September 13, 2013 PBP Committee meeting. Ed presented the report on buildings maintenance and repairs. Committee members discussed Rolan's Senior Project including road access. An Appreciation Lunch was held in Wautoma on September 30th to honor Helen Blader and the other Wautoma Food Pantry Volunteers. Waushara Industries assumed management of the Waushara Food Pantry on October 1st. Committee members discussed the Dells Senior Project including possible addition of two market rate units. We will invite the mayor to our next PBP Committee Meeting for additional input. Fred updated the committee on the Wells Fargo House Donation Program with a potential donation in the City of Juneau. Renee updated the committee on Homeless Issues with the warming center in Baraboo. The next meeting will be held on Friday, November 8, 2013.

Motion was made by Jim Layman to accept the PBP Committee reports of September 13, 2013 and October 11, 2013. Seconded by John Wenum. Passed unanimously. **MOTION CARRIED.**

c. EPF&A Committee

John Earl asked board members to review the EPF&A Committee report of September 13, 2013. Bill Gomoll called the meeting to order and roll call was taken with three members present. Motion passed by unanimous vote approving the agenda and minutes of the August 9, 2013 EPF&A Committee meeting. No Personnel issues to report. Jim Dahlke presented a budget comparison from 2009 - 2013 which reflected fluctuations due to ARRA funding received. Fred reported we are working on an Annual Plan Draft. Committee members discussed board member term limit exceptions. Motion passed by unanimous vote recommending full board approval of revision to By-Law 2.02, addition of letter "D" which reads, "No member shall serve more than fifteen (15) consecutive years; however in serving the best interests of the agency and board of directors any board member who has served fifteen (15) consecutive years may be

reappointed for another term by majority vote of the board. This extension process may extend up to five (5) additional terms. Motion passed by unanimous vote recommending full board approval of revision to By-Law 3.03 which will now read, "No person shall hold the same elected office on the board for more than eight (8) consecutive years; however in serving the best interests of the agency and board of directors any board member who has served fifteen (15) consecutive years may be reappointed for another term by majority vote of the board. This extension process may extend up to five (5) additional terms. Motion passed by unanimous vote recommending full board approval of revision to the agency Articles of Incorporation, Article Ten, by striking "No member shall serve more than fifteen (15) consecutive years. Motion passed by unanimous vote recommending full board approval of Letty Montenegro as the new Dodge County Low-Income Rep replacing Joe Garvin. Fred reported that no one has been assigned yet as a replacement for Joan Smoke as our Sauk County Elected Official. Committee members agreed to form an Ad Hoc Committee to conduct a general review of our Agency By-Laws and Mission Statement. Motion was approved by unanimous vote to thank Susan Tucker and her staff for their presentation at the August 28th board meeting regarding the homeless search and identification and present them each with a Certificate of Appreciation. Committee members congratulated Fred on receiving the UW-Colleges and UW-Extension Chancellor's Award in Madison. The next meeting will be held on, Friday, October 11, 2013.

John Earl asked board members to review the EPF&A Committee report of October 11, 2013. John Earl called the meeting to order and roll call was taken with five members present. Motion passed by unanimous vote approving the agenda and minutes of the September 13, 2013 EPF&A Committee meeting with the exception of Item #6 regarding revisions to By-Law 2.02 which will be referred back to the Ad Hoc Committee for further review. No Personnel issues to report. No Finance report. Committee members suggested revisions to the Annual Report & Strategic Plan Drafts; motion passed by unanimous vote to continue review at the next EPF&A Committee meeting. The Pine Grove Anniversary Lunch will be held at 1:00 pm today in Adams. Community Action National Standards for Excellence will be discussed at the next EPF&A Committee Meeting. Fred updated committee members on the Weatherization Contract funding adjustment request submitted to the Department of Energy Services asking them to consider CWCAC, Inc. for any additional funding. Fred updated committee members on the possibility of Juneau County appointing us as the lead agency for administration of the CDBG North Central Area Administrative Contract.

The next meeting will be held on Friday, November 8, 2013.

The EPF&A Committee met on October 23, 2013 just prior to the board meeting. John Earl called the meeting to order and roll call was taken with five members present. Motion passed by unanimous roll call vote to go into Closed Session. Motion passed by unanimous roll call vote to resume in Open Session. Motion was made by Muriel Harper to recommend full board approval of accepting a buy-out option from TS Holmes Properties, LLC of \$225,000 cash and \$20,000 over a five year period in the form of a personal note. Seconded by Bill Gomoll. After discussion, Muriel withdrew the motion. Motion was approved by unanimous vote to recommend full board approval of Fred continuing financing negotiations with Glenville Timberwrights and Baraboo National Bank for the purpose of recovering funds CWCAC, Inc. dispersed under the 2008 USDA flood recovery grant for businesses. The next meeting will be held on November 8, 2013.

Motion was made by Dave Singer to accept the EPF&A Committee reports of September 13, 2013, October 11, 2013, and October 23, 2013. Seconded by John Atkinson. Passed unanimously. MOTION CARRIED.

6. Program Reports

- a. Weatherization
- b. Homeless
- c. Hunger Reduction

The Weatherization report reflected total clients served being 60 including 84 audits done and a service goal of 161. To date 45 freezers/refrigerators, 20 furnaces, 14 water heaters, and 7 windows were installed. Susan Tucker presented the Homeless Unit Report. Total cost of all services was \$117,308.92 compared to \$95,433.46 in 2012 and amount of rental assistance paid was \$21,607.91 compared to \$17,604.05 in 2012. We have received a lot of calls from the homeless and continue to refer clients to landlords that may have housing openings. Lisa Williams presented the Hunger Reduction Program Report. There was a 6% increase in households served in July 2013 over 2012 corresponding with a 28% increase in donated and/or purchased foods. July is the month that USDA conducts inventory in their warehouses; no USDA food is delivered. There was a .002% increase in households served in August 2013 over 2012 corresponding with a 1% increase in donated and/or purchased food and a 200% increase in USDA commodities received. We currently have 95 Section 8 vouchers covering Adams, Columbia, Rusk and Taylor Counties. The waiting list for Section 8 is currently closed.

Motion was made by John Atkinson to accept the Weatherization, Homeless, and Hunger Reduction Reports of October 23, 2013. Seconded by Sandy Wormet. Passed unanimously. **MOTION CARRIED.**

7. **Old Business**

None

8. **New Business**

Motion was made by Renee Greenland to accept the motion which reads, "The Board of Directors of Central Wisconsin Community Action Council, Inc. approves submission of the 2014 Community Services Block Grant Application recognizing CSBG dollars as base and core sources of funding with continued use of those funds to develop and strengthen programs that assist local communities in their pursuits to combat and reduce poverty." Seconded by Sandy Wormet. Passed unanimously. **MOTION CARRIED.**

Board members reviewed the Resolution which reads, "***WHEREAS:*** Central Wisconsin Community Action Council, Inc. received grant funding from the United States Department of Agriculture (USDA) in 2008 for the intended purpose to assist successful small business owners adversely affected by the June 2008 floods; and ***WHEREAS:*** Loans would be provided to business owners to restore and rebuild operations; and ***WHEREAS:*** Repaid loan proceeds (program income) would be used to assist new and expanding businesses; and ***WHEREAS:*** CWCAC, Inc. provided a \$400,000 construction loan in November 2008 to TS Holmes Properties, LLC, a Wisconsin Limited Liability Company, for the purpose of rebuilding Glenville Timberwrights, a customized construction business; and ***WHEREAS:*** The construction of the Glenville Timberwrights building was completed in 2009 resulting in "business as usual" prior to the flooding; and ***WHEREAS:*** CWCAC, Inc. desires to utilize proceeds (program income) from the business (construction) loan to assist development and expansion of small businesses in our geographic district; and ***WHEREAS:*** CWCAC, Inc. has demonstrated and is committed to the highest standards of stewardship; however in the best interests of our agency and in the best interests of expanding our Business Development Program and desire to assist many potential businesses using proceeds from the TS Holmes Properties, LLC loan; and ***WHEREAS:*** TS Holmes Properties, LLC has paid on the loan a total of \$27,000; ***Now there for let it be resolved:*** That Central Wisconsin Community Action Council, Inc. will accept a "buy-out" from TS Holmes Properties, LLC of \$245,000 which will release them from the mortgage and mortgage note signed on November 13, 2008. A term of the "buy-out" would be a cash settlement, and further ***Resolve***, that authority be vested in the President and/or Executive Director to sign all closing documents necessary and required." After discussion, motion was made by Bob McClyman directing Fred to continue

negotiations with Glenville Timberwrights including a cash payment of \$245,000 with a \$20,000 balance due within three to five years as a personal note. Seconded by Bill Gomoll. Passed unanimously. MOTION CARRIED.

9. Next Meeting

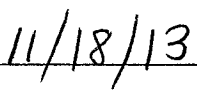
Wednesday, December 11, 2013 @ 10:00 a.m.

10. Adjourn

Bill Gomoll made a motion to adjourn. Seconded by Charlie Krupa. Passed unanimously. MOTION CARRIED.

Signed by:


Fred Hebert, Executive Director


Date